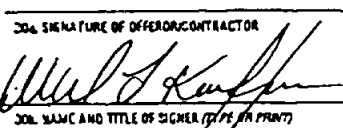
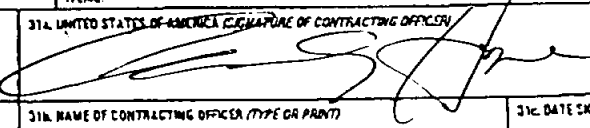


SOLICITATION/CONTRACT/ORDER FOR COMMERCIAL ITEMS OFFEROR TO COMPLETE BLOCKS 12, 17, 23, 24, & 30				1. ACQUISITION NUMBER N/A		PAGE 1 OF 11	
3. CONTRACT NO. SP0300-00-D-2988		3. AWARD EFFECTIVE DATE 28 Aug 00		4. ORDER NUMBER		5. SOLICITATION NUMBER SP0300-00-R-4004	
7. FOR SOLICITATION INFORMATION CALL:		3. NAME Frank Piccyk		6. TELEPHONE NUMBER (M/C) (215) 737-5890		8. OFFER DUE DATE/LOCAL TIME 01-05-00/3:00 PM	
9. ISSUED BY Defense Supply Center Philadelphia Directorate of Subsistence, Bldg. 6 700 Robbins Ave Philadelphia, PA 19111-5092				10. THIS ACQUISITION IS <input checked="" type="checkbox"/> UNRESTRICTED <input type="checkbox"/> SET ASIDE <input type="checkbox"/> SMALL BUSINESS <input type="checkbox"/> SMALL DIS-OV. BUSINESS <input type="checkbox"/> NA SIC: SIZE STANDARD:		11. DELIVERY FOR FOOD DESTINATION UNLESS BLOCK 15 MARKED <input type="checkbox"/> SEE SCHEDULE <input type="checkbox"/> 13a. THIS CONTRACT IS A RATED ORDER DFAS (15 CFR 700) UNDA 12. DISCOUNT TERMS 13b. RATING NOT APPLICABLE 14. THIS ACQUISITION IS <input type="checkbox"/> REG <input type="checkbox"/> 2B <input checked="" type="checkbox"/> 2P	
15. DELIVER TO MILITARY ACTIVITIES IN ALASKA				16. ADMINISTERED BY SAME AS BLOCK 9			
17a. CONTRACT/ORD OFFEROR Sysco Food Services of Seattle 22820 54th Avenue South Kent, Washington 98032 TELEPHONE NO. (206)622-2261				18a. PAYMENT WILL BE MADE BY DFAS COLUMBUS ATTN: DFAS-CO-SES P.O. BOX 182317 COLUMBUS, OH 43218-6260			
<input type="checkbox"/> 17b. CHECK IF REMITTANCE IS DIFFERENT AND PUT SUCH ADDRESS IN OFFER				19a. SUBMIT INVOICES TO ADDRESS SHOWN IN BLOCK 18a. UNLESS BLOCK BELOW IS CHECKED <input type="checkbox"/> SEE ADDENDUM			
19. ITEM NO.	20. SCHEDULE OF SUPPLIES/ SERVICES			21. QUANTITY	22. UNIT	23. UNIT PRICE	24. AMOUNT
	FULL LINE FOOD DISTRIBUTOR FOR MILITARY ACTIVITIES IN ALASKA						
	Zones 1 and 2 (Anchorage and Fairbanks)						
<small>Attach Additional Sheets as Necessary</small>							
25. ACCOUNTING AND APPROPRIATION DATA						26. TOTAL AWARD AMOUNT (For Govt. Use Only) \$9,267,600.00	
<input checked="" type="checkbox"/> 27a. SOLICITATION INCORPORATES BY REFERENCE FAR 52.212-1, 52.212-4, FAR 52.212-3 AND 52.212-5 ARE ATTACHED. ADDENDUM				<input checked="" type="checkbox"/> ARE <input type="checkbox"/> ARE NOT ATTACHED.			
<input type="checkbox"/> 27b. CONTRACT/PURCHASE ORDER INCORPORATES BY REFERENCE FAR 52.212-4, FAR 52.212-5 IS ATTACHED. ADDENDUM				<input type="checkbox"/> ARE <input type="checkbox"/> ARE NOT ATTACHED.			
28. CONTRACTOR IS REQUIRED TO SIGN THIS DOCUMENT AND RETURN <u>ONE</u> COPIES TO ISSUING OFFICE. CONTRACTOR AGREES TO FURNISH AND DELIVER ALL ITEMS SET FORTH OR OTHERWISE IDENTIFIED AND ON ANY ADDITIONAL SHEETS SUBJECT TO THE TERMS AND CONDITIONS SPECIFIED HEREIN.				29. AWARD OF CONTRACT: REFERENCE <u>SP0300-00-R-4004</u> OFFER DATED <u>12/29/99</u> YOUR OFFER ON SOLICITATION (BLOCK 5) INCLUDING ANY ADDITIONS OR CHANGES WHICH ARE SET FORTH HEREIN IS ACCEPTED AS TO ITEMS.			
30a. SIGNATURE OF OFFEROR/CONTRACTOR 				31a. UNITED STATES OF AMERICA SIGNATURE OF CONTRACTING OFFICER 			
30b. NAME AND TITLE OF SIGNER (TYPE OR PRINT) Michael L. Kauffman, Exec. Vice Pres.				31b. NAME OF CONTRACTING OFFICER (TYPE OR PRINT) ANTHONY HOPE		31c. DATE SIGNED 12 July 00	
32a. QUANTITY IN COLUMN 21 HAS BEEN <input type="checkbox"/> RECEIVED <input type="checkbox"/> INSPECTED <input type="checkbox"/> ACCEPTED, AND CONFORMS TO THE CONTRACT, EXCEPT AS NOTED				32b. SHIP NUMBER <input type="checkbox"/> PARTIAL <input type="checkbox"/> FINAL		34. VOUCHER NUMBER	
32a. SIGNATURE OF AUTHORIZED GOVT. REPRESENTATIVE				32c. DATE SIGNED		35. AMOUNT VERIFIED CORRECT FOR	
41b. I CERTIFY THIS ACCOUNT IS CORRECT AND PROPER FOR PAYMENT				36. PAYMENT <input type="checkbox"/> COMPLETE <input type="checkbox"/> PARTIAL <input type="checkbox"/> FINAL		37. CHECK NUMBER	
41a. SIGNATURE AND TITLE OF CERTIFYING OFFICER				41c. DATE SIGNED		40. PAID BY	
				42a. RECEIVED BY <i>Prinu</i>			
				42b. RECEIVED AT <i>KALADON</i>			
				42c. DATE REC'D <i>11/21/00</i>			

CONTRACT NUMBER: SP0300-00-D-2988
CONTRACTOR: SYSCO FOOD SERVICES OF SEATTLE

PAGE 2 OF 11

SOLICITATION/CONTRACT FORM

The following amendments issued under the solicitation SP0300-00-R-4004, referenced on page 1, are hereby incorporated as part of this contract:

- Amendment 0001 dated 03 December 1999
- Amendment 0002 dated 15 December 1999
- Amendment 0003 dated 22 December 1999
- Amendment 0004 dated 06 January 2000
- Amendment 0005 dated 20 April 2000

The following form a part of your offer and are hereby incorporated as part of this contract:

- Initial proposal, and revisions dated 5/15/00, 5/31/00, 6/2/00, 6/6/00, 6/14/00, 6/15/00, 6/23/00.
- Any correspondence submitted by Sysco Food Services of Seattle from the time of the solicitation closing to the time of the contract award.

SUPPLIES OR SERVICES AND PRICES

ITEM: Zones 1 and 2 (Anchorage and Fairbanks areas)

DELIVERY: Delivery shall occur no more than 48 hours after order placement, unless otherwise required by the ordering facilities.

FOB TERMS: FOB destination for all items.

PRICES: The unit prices for all items shall be in accordance with Clause 52.212-4, Contract Terms and Conditions-Commercial Items (May 1999), Addendum, Para. 4(t), Price Changes.

The unit price is determined by adding the "**DELIVERED PRICE**" and the "**DISTRIBUTION PRICE**". The Delivered Price consists of the cost of the product delivered to the Kent plant plus the barge costs from Kent to Alaska. Barge costs at time of award were \$ [REDACTED] for Dry, and \$ [REDACTED] per lb for Frozen & Refrigerated. The Distribution Price will remain fixed throughout the term of the contract. The distribution prices are determined by identifying the applicable Distribution Category (See Attachment 1).

If the Government determines to invoke the options, the distribution prices will remain unchanged from the base year through each of the four one-year options.

The total estimated dollar value of the base term of this contract is \$9,267,600. This contract contains a guaranteed minimum of 25% of the estimated dollar value, or \$2,316,900. The maximum ceiling will be 125% of the estimated dollar value. In the event of emergencies or mobilization, the government reserves the right to unilaterally execute an alternative maximum ceiling of 150% of this estimated dollar value per contract period of this acquisition.

MANDATORY ITEMS: - The following items are mandated to be supplied by the National Industries for the Blind (NIB) or the National Industries for the Severely Handicapped (NISH): (refer to FAR clause 52.208-9, page 105 of solicitation)

8920-00-782-6353	Pancake Mix
8920-00-823-7221	Cake Mix, Devils Food
8920-00-823-7223	Cake Mix, Gingerbread
8950-01-079-6942	Paprika, Ground
8950-01-254-2691	Garlic Powder
8955-00-823-7016	Tea Mix, Instant

If ordered, the Prime Vendor is required to source these items from NIB/NISH. The plant sources are as follows:

Pancake Mix, Cake Mixes	Garlic Powder & Paprika	Tea Mix
ARC Diversified 435 Gould Dr Cookeville, TN 38506	Unistel - Cont. Devel. Srv. Inc. 650 Blossom Rd. Rochester, NY	Ed Lindsey Inds. For Blind, Inc 4110 Charlotte Ave Nashville, TN 37209
Ms. Teri McRae 615-432-5981	Mr. Jack Pipes 800-864-7835 x252	Mr. Allen Broughton 615-741-2251

DESCRIPTION/SPECIFICATION

Ordering for supplies under this contract for the Elmendorf AFB Remote sites, Air Force Child Development Centers, Hospitals, Job Corps, Air National Guard, and Coast Guard Activities shall be performed via Sysco's commercial ordering system.

Ordering for supplies under this contract for all other remaining activities shall be performed by the ordering activity via the Subsistence Total Order and Receipt Electronic System (STORES).

The DSCP surcharge will be incorporated on all invoice line items and totals for the Coast Guard customers. The contractor will rebate the surcharge back to DSCP.

PACKAGING AND MARKING

All packaging and packing shall be in accordance with good commercial practice. Labeling shall be in accordance with commercial labeling complying with the Federal Food, Drug, and Cosmetic Act and regulations promulgated thereunder. Shipping containers shall be in compliance with the National Motor Freight Classification and Uniform Freight Classification.

INSPECTION AND ACCEPTANCE

Inspection and acceptance of products will be performed at destination. Each ordering facility will be responsible for accepting or rejecting products as required. All food items must be inspected for count, condition, and identity and approved by the ordering activities authorized personnel receiving the delivery before final acceptance can be made.

DELIVERIES AND PERFORMANCE

The following plant locations may be utilized for the performance of this contract:

Plant Locations

Sysco Food Services of Seattle, Inc.
22820 54th Avenue South
Kent, Washington 98032

Sysco Food Services of Anchorage, Inc.
1300 W 56th St.
Anchorage, AK 99522-1929

Customers authorized to order under this contract are specified in the solicitation, pages 58 through 65.

There is no minimum case movement requirement. There is no broken case fee.

CONTRACT ADMINISTRATION DATA

Administration of the Small Business and Small Disadvantaged Business Subcontracting Plan has been assigned to:

DCMAO Seattle
3009 112th Avenue N.E, Suite 200
Bellevue, WA 98004-8019

Attachment 1: Distribution Categories

#	Beef	Case Price
	Raw Primal Steak Cuts	
1	Top Butt, 184, Strip Loin 180, Tender Loin 189, Rib Eye Roll 112, Lip On Rib Eye 112A, Prime Rib 109	
	Precut Steaks , Dried Beef, etc.	
2	Top Sirloin Butt Pre-Portion 1184/1184A , Strip Loin Pre-Portion 1180/1180A/1180b, T-Bone, Tenderloin Pre-Portion 1189/1190, Ribeye Lip On Roll 1112/1112A, Fajita Meat, Dried Beef, Precooked Prime Rib, Short Ribs, Veal & Lamb Roast & Chops	
	Roasts	
3	Primal Beef Steamship Round Bnls, Pork Shoulder, Pork Loin & Pork Butt Bone-in Cuts Raw, Pork Chops, Breaded Pork Steaks, Diced Pork	
4	Prime Rib Cooked, Mighty Ribs, Vegi Burger, Cooked Beef Patty	
	Preportioned Fabricated Beef	
5	Diced Beef, Raw Beef Roast & Liver Raw	
6	Braising Steak & Meatballs	
	Ground Beef	
7	Ground Beef Bulk & Patties	
8	Ham Hocks, Pigs Feet, Chitterlings, Ground Turkey and Chicken	
	Speciality Primal Cuts	
9	Speciality Cuts (i.e. Corned Beef, Pastrami), Raw	
10	Specialty Cuts Cooked, Sliced & Diced Roast Beef, Turkey, Pastrami & Corned Beef	

Attachment 1: Distribution Categories (continued)

	Chicken	
11	Whole Chicken w/og, Quarters and 8 or 9pc Cut Raw & Raw Ground Turkey	
12	Solid Muscle Pre-Portion Bone-In, IQF Chicken Parts	
13	Wings & Breaded Chicken Parts, Chicken Nuggets	
	Pork	
14	Canned Ham	
15	Spareribs 3-1/2 & Down	
16	Baby Back Ribs 3 & Down, Short Ribs	
17	Fresh Ham Raw & Cooked Boneless & Bone-in, Pit Ham, Buffet, Spiral Cut	
	Beef, Veal, & Chicken	
18	Solid Muscle Pre-Portion Bnls, Bnls Chicken Breast, Diced Chicken	
19	Solid Muscle Pre-Portion Bnls Breaded, Strips Tenders & Cooked Patties	
20	Formed Pre-portion Raw & Cooked	
21	Formed Pre-portion w/tpv	
	Bacon	
22	Bacon, Raw, Bulk	
23	Layout Bacon & 1#	
24	Bacon, Precooked	
25	Canadian Bacon & Bacon Bits, Real	

Attachment 1: Distribution Categories (continued)

	Turkey	
26	Cooked & Sliced Turkey Roll, Raw Turkey Roast Bnls, Turkey Breast Cooked, Turkey Steaks & Diced Turkey	
27	Raw Whole Turkey, Raw turkey Breast Bone-In, Cornish Hen, Raw Duck	
	Frankfurters & Bologna	
28	Frankfurters & Bologna, Lunchmeats	
29	Salami, Pepperoni Sliced, Stick, Diced	
	Sausage	
30	Sausage Beef, Turkey, or Pork Raw Breakfast Links	
31	Sausage Beef, Turkey or Pure Pork Bulk, Raw Pattie	
32	Sausage Link/Pattie Whole Hog, Raw , Raw Turkey Bacon	
33	Sausage Pork Pre-cooked, Raw Italian, Polish & Kielbasa Links	
	Fish	
34	Raw Crab Legs, Cooked Shrimp & Whole Lobster	
35	Lobster tails, Smoked Fish & Cooked Seafood, Breaded & Raw Scallops, Crabmeat	
36	Premium Fish Raw & Breaded Portion (i.e. Sole, Halibut, Mahi Mahi, Catfish or Cod)	
37	Standard Fish Raw & Breaded Portion (i.e. Perch, Whiting or Pollock)	
38	P&D and Shell On Shrimp & Imitation Crabmeat, Breaded Shrimp, Clams, Oysters & Calamari	
	Appetizers	
39	Frozen Appetizers, Cordon Bleu, Etc.	

Attachment 1: Distribution Categories (continued)

	Frozen Bakery Products	
40	Bread Baked Loaves, Rolls & Buns 24 oz, Hamburger/Hot Dog Bun 8 pk - 24 oz	
41	All Varieties, Prepared Baked Pretzels, Danish, Muffins, Plain or Flavored, Pita Bread, Biscuits, Donuts, Bagels, Cookies and Brownies	
42	Cookie & Danish Dough	
43	Waffles, French Toast, Tortillas	
44	Pizza Crust, Frz	
	Frozen Fruits & Vegetables & eggs	
45	Frozen Fruits, Frozen Vegetables, Frozen Eggs, Frozen Soups	
46	Corn on Cob, Onion Rings	
47	Specialty Potatoes, Spirals, Breaded & Curls	
	Frozen Potatoes	
48	Potatoes, Standard Cut French Fries	
49	Potatoes, Hashbrowns Frozen	
	Frozen Fruits & Eggs	
50	Standard Pack & IQF Fruits, Frozen Eggs & Frozen Soups	
	Desserts	
51	Sheet Cake , Layer Cake, Cheesecake, Specialty Pies, Fruit Pies, Gourmet Pies, & Cobbler	
	Entrees	
52	Frozen Entrees Tray Type	
53	Canned Entrees	
	Hand Held Entrees/Individual Entrees	
54	Pizza, Burritos, Enchiladas, Tamales, Corn Dogs, Sandwiches, Egg Rolls	
55	Sandwich Meals & TV Dinners	

Attachment 1: Distribution Categories (continued)

	Dairy		
56	Margarine Bulk		
	Cheese		
57	Cheese, Bulk		
58	Cheese, Sliced & Cottage Cheese		
59	Cheese, Shredded & All Other, Cream Cheese, Parmesan		
	Milk, Fluid, Gallon, Half Gallons, Qts and 1/2 Pts		
60	Milk, Gallon		
61	Milk, 1/2 pint Shelf Stable		
	Eggs		
62	Eggs, Fresh		
	Ice Cream & Yogurt		
63	Ice Cream & Yogurt, Individual		
64	Ice Cream & Yogurt, Gallons		
	Produce		
65	Fresh Fruits		
66	Fresh Vegetables		
67	Prepared Salads, Butter Solids		
	Bakery Items		
68	Sugar - Gran., Brown, Powdered		
69	Flour & Salt		
70	Non-Fat Dehyd. Milk, Eggs, Onions, Garlic, Baking Powder. & Starch		
71	Gelatin & Dessert Mixes		
72	Extracts & Flavors		
73	Nuts & Bulk Candy		
74	Spices, Seasonings		

Attachment 1: Distribution Categories (continued)

	Cake Mix
75	Cookie, Cake, Sweet Roll, Pancake, Biscuit & Bread Mixes
	Cereals
76	Cereals, Cold Indiv. Box
77	Cereals, Bulk, Hot & Indiv. Bowl Pak & Indiv, Hot & Granola Bars
	Dressings & Sauces
78	Mayonnaise/Salad Dressing, Flavored Dressings, Mustard Gallon
79	Dressings Bottled, Sauces, Bottled: Table Use A-1, Heinz 57, Tabasco, etc.
80	Salsa , BBQ, Picante Sauce, Other Sauces, Pie Filling, Pudding, Vinegar , Soy Sauce, Candy, Yeast, Baking Soda
	Dry Goods
81	Macaroni Products, Spaghetti, Elbow
82	Potatoes Dehydrated
83	Rice Plain
84	Specialty Rice, Bread Crumbs/Croutons, Dry Beans,
85	Cookies, Crackers, Bulk Snacks, Cones & Taco Shells, Chalupas, Imitation Bacon Bits, Marshmallows, Raisins, Coconut
86	Chips/Snacks, Granola & Breakfast Bars, Pop Tarts Indiv.
87	Salad Dressing Packets, Liquid Packets (Syrup, Jam , Ketchup, Mustard, etc)
88	Candy Bars
89	Dry Packets (Sugar, Creamer, Salt, Pepper, etc.)
	Canned Vegetables
90	Vegetables
91	Ketchup

Attachment 1: Distribution Categories (continued)

	Canned Fruits	
92	Canned Fruit, #10	
93	Vegetables & Fruit, Small Can	
	Juices	
94	Juice, 46oz	
95	Single Serving Juice & Drinks 5-1/2 - 6 oz	
96	Juice, 12 oz up to 32 oz	
	Shortening/Oils	
97	35 # Canned Solid & Liquid Shortening	
98	Salad Oil, Gallon	
99	Solid Shortening 3# & 50#	
100	Shortening & Frying Oil, 5qt, ,10qt	
	Pickles, Olives & Relishes	
101	Pickles, & Relishes, Peanut Butter, Jam, Jellies, Honey, Soup Bases, Syrup, Soups, Maraschino Cherries, Olives, Green & Ripe, Cherry Peppers,	
	Beverages	
102	Juice Concentrates, Hand Mixed, Frozen Juices	
103	Frozen Dispenser Juices, Drinks & Soda BIB	
104	Other Dispenser Drinks Dry	
105	Liquid Juice & Drink Bases	
106	Powdered Beverage, Tea- Bulk	
107	Powdered Instant Coffee, Hot Chocolate & Tea, Bulk & Individual	
108	Coffee, Bulk	
109	Coffee, Portioned	
110	Liquid Coffee.	
	Miscellaneous	
111	Other Dry, Refrigerated & Frozen	